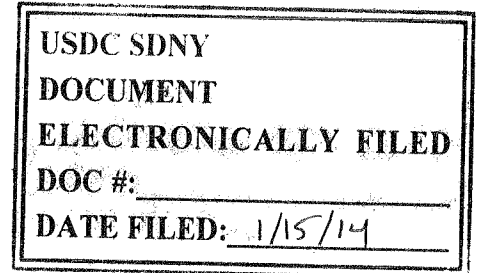


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE SMITH BARNEY TRANSFER AGENT
LITIGATION



No. 05 Civ.7583 (WHP)

~~PROPOSED~~ ORDER FOR DISBURSEMENT OF FUNDS RELATED TO
NOTICE AND ADMINISTRATION OF SETTLEMENT

WHEREAS, as provided in paragraphs Paragraphs 1(q) and 20 of the Amended Stipulation of Settlement, dated, August 8, 2013, as further amended by letter agreement on September 24, 2013 (collectively the "Stipulation") and Paragraph 19 of the Order Preliminarily Approving Settlement and Providing for Notice, dated October , 2013 ("Preliminary Approval Order"), the Settlement Fund is authorized, subject to Court approval, to pay Notice and Administration Costs (as defined in ¶ 1(q) of the Stipulation) prior to final approval of the Stipulation and entry of Final Judgment; and

WHEREAS, the Plaintiffs have provided documentation supporting an application for release of the requested funds; and

WHEREAS, the defendant does not oppose this application.


IT IS HEREBY ORDERED THAT:

From the Settlement Fund on deposit with the Court Registry Investment System, , the Clerk of the Court shall issue a check payable to RG/2 Claims Administration LLC , and send it by U.S. mail to the attention of Mr. Mike Lee, RG/2 Claims Administration

W LLC, PO Box 59479, Philadelphia, PA 19102-9479 in the amount of \$ 100,994.47,
a check payable to Schmidt Associates LLC, and send it by U.S. mail to the attention of
Ronald Schmidt, Ph.D., Schmidt Associates LLC, 1236 Arkell Road Walnut Creek, CA
W 94598 in the amount of \$ 4,483.75, a check payable to WeissLaw LLP, and send it by U.S.
mail to the attention of Richard A. Acocelli, Esq. WeissLaw LLP, 1500 Broadway, 16th
W Floor, New York, NY 10036 in the amount of \$ 2,000 and a check payable to Stull, Stull
& Brody, and send it to the attention of Mark Levine, Esq., Stull, Stull & Brody, 6 East
W 45th Street, New York 10017, in the amount of \$ 2,000, and

IT IS FURTHER ORDERED, that this award is without prejudice to further
applications for reimbursment of Notice and Adminsitration expenses, subject to Court
approval, prior to final approval of the Stipulation and entry of Final Judgment

Dated: January 15, 2014


WILLIAM A PAULEY III
UNITED STATES DISTRICT JUDGE